RESOLUTION NO. LFC-21

A RESOLUTION ELECTING OFFICERS OF THE LODI FINANCING CORPORATION

WHEREAS, under the organizational procedures of the Lodi Financing Corporation, an annual meeting of Directors shall be held and officers elected.

NOW, THEREFORE, BE IT RESOLVED by the Directors of the Lodi Financing Corporation that the following persons are elected to the offices set forth opposite their names below as officers of the Corporation, to serve until the election and qualification of their successors as provided in Article III, Section 303, of the bylaws of the Corporation:

<u>Name</u>	<u>Title</u>
JoAnne Mounce	President
Alan Nakanishi	Vice President
Jordan V. Ayers	Treasurer
Randi Johl	Secretary

Dated: December 21, 2011

I hereby certify that Resolution No. LFC-21 was passed and adopted by the Board of Directors of the Lodi Financing Corporation *in* a regular meeting held December 21, 2011, by the following vote:

AYES:

DIRECTORS - Hansen, Katzakian, Nakanishi, and

President Mounce

NOES:

DIRECTORS - None

ABSENT:

DIRECTORS - Johnson

ABSTAIN:

DIRECTORS - None

RANDI JOHL Secretary